

The bite of a genetically altered spider granted high school student Peter Parker incredible, arachnid-like powers: strength, agility, a spider-like sixth sense warning him of personal danger, and most amazing of all-- Peter can walk on walls. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility!

PREVIOUSIN





PART ONE OF SIX

Peter Parker learns a Spider-Man movie is being made and heads to the New York set to view its making. Meanwhile, an imprisoned Doctor Octopus learns his ex-wife has been hired as a consultant for the flick. Furious at this, Ock mentally calls his mechanical arms to him and bursts out of his cell intent on vengeance.



PART TWO OF SIX

Infuriated at what he perceives to be his wife's betrayal for acting as a consultant on the upcoming Spider-Man film, Doctor Octopus smashes the movie set and comes into conflict with the real Spider-Man who was there, as well.



PART THREE OF SUX

The real Spider-Man and Doctor Octopus battle it out on the Spider-Man movie set. The struggle carries over to the Lincoln Tunnel where the web-spinner is rendered unconscious and kidnapped aboard a private jet heading for parts unknown.

Writer Brian Michael Bendis

Penciler Mark Bagley Inker Scott Hanna

Colorist J.D. Smith Letterer Chris Eliopoulos

Assistant Editor Nick Lowe Editor Ralph Macchio Editor in Chief Joe Quesada Publisher Dan Buckley

© 2011 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.



























































































































